

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF MASSACHUSETTS

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name 117 Spencer LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 84-2141739

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

29 Stonebrook Road  
Sudbury, MA 01776

Number, Street, City, State & ZIP Code

Middlesex  
County

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

117 Main Street Spencer, MA 01562  
Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor  
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify:

Debtor **117 Spencer LLC**  
Name

Case number (if known)

**7. Describe debtor's business**

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☒ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☐ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. Check **all** that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

Debtor **117 Spencer LLC** Case number (if known) \_\_\_\_\_  
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☐ No ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	<b>See Attachment</b>	Relationship	
District	_____	Case number, if known	_____
	When _____		

11. Why is the case filed in this district? *Check all that apply:*

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☒ No ☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** *(Check all that apply.)*

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_  
 Number, Street, City, State & ZIP Code

**Is the property insured?**

☐ No

☐ Yes. Insurance agency \_\_\_\_\_  
 Contact name \_\_\_\_\_  
 Phone \_\_\_\_\_

**Statistical and administrative information**

13. Debtor's estimation of available funds *Check one:*

☒ Funds will be available for distribution to unsecured creditors.

☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input type="checkbox"/> 50-99	<input type="checkbox"/> 5001-10,000	<input type="checkbox"/> 50,001-100,000
<input type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input type="checkbox"/> 200-999		

15. Estimated Assets

<input type="checkbox"/> \$0 - \$50,000	<input checked="" type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated liabilities

<input type="checkbox"/> \$0 - \$50,000	<input checked="" type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
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Debtor	<b>117 Spencer LLC</b>	Case number (if known)	
	Name		
	<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
	<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
	<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor **117 Spencer LLC**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 07/19/2023  
MM/DD/YYYY

X Peter Venuto by Lisa Venuto under POA  
Signature of authorized representative of debtor

**Peter Venuto by Lisa Venuto under power of attorney**  
Printed name

Title **Manager**

**18. Signature of attorney**

X /s/ D. Ethan Jeffery

Signature of attorney for debtor

Date 07/21/23

MM/DD/YYYY

**D. Ethan Jeffery, Esq.**

Printed name

**Murphy & King, Professional Corporation**

Firm name

**28 State Street**

**Suite 3101**

**Boston, MA 02109**

Number, Street, City, State & ZIP Code

Contact phone **(617) 423-0400**

Email address

**BBO#631941 MA**

Bar number and State

Debtor **117 Spencer LLC** Case number (if known) \_\_\_\_\_  
Name

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

DISTRICT OF MASSACHUSETTS

Case number (if known) \_\_\_\_\_ Chapter **11**

☐ Check if this an amended filing

**FORM 201. VOLUNTARY PETITION**  
**Pending Bankruptcy Cases Attachment**

Debtor	<b>157 Plainville, LLC</b>	Relationship to you	<b>Affiliate</b>
District	<b>Massachusetts</b>	When	<b>7/10/23</b>
Case number, if known			<b>23-40546</b>
Debtor	<b>Adams Manor, LLC</b>	Relationship to you	<b>Affiliate</b>
District	<b>Massachusetts</b>	When	<b>6/29/23</b>
Case number, if known			<b>23-40521</b>

OLF 7 (Official Local Form 7)

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS**

In re 117 Spencer LLC

Case No.

Chapter 11

Debtor


**DECLARATION RE: ELECTRONIC FILING**

**PART I - DECLARATION**

I, Lisa Venuto hereby declare(s) under penalty of perjury that all of the information contained in the Voluntary Petition (singly or jointly the "Document"), filed electronically, is true and correct. I understand that this DECLARATION is to be filed with the Clerk of Court electronically concurrently with the electronic filing of the Document. I understand that failure to file this DECLARATION may cause the Document to be struck and any request contained or relying thereon to be denied, without further notice.

I further understand that, pursuant to the Massachusetts Electronic Filing Local Rule (MEFR) 7(b), all paper documents containing original signatures executed under the penalties of perjury and filed electronically with the Court are the property of the bankruptcy estate and shall be maintained by the authorized CM/ECF Registered User for a period of five (5) years after the closing of this case.

Dated: July 19, 2023

  
\_\_\_\_\_  
Lisa Venuto

\_\_\_\_\_  
(Joint Affiant)

**PART II - DECLARATION OF ATTORNEY (IF AFFIANT IS REPRESENTED BY COUNSEL)**

I certify that the affiant(s) signed this form before I submitted the Document, I gave the affiant(s) a copy of the Document and this DECLARATION, and I have followed all other electronic filing requirements currently established by local rule and standing order. This DECLARATION is based on all information of which I have knowledge and my signature below constitutes my certification of the foregoing under Fed. R. Bankr. P. 9011. I have reviewed and will comply with the provisions of MEFR 7.

Dated:

Signed: \_\_\_\_\_  
(Attorney for Affiant - /s/used by Registered ECF Users Only)

**117 SPENCER, LLC**  
**Resolution Authorizing Chapter 11 Filing**

The undersigned, as the members holding one-hundred percent (100%) of the membership interests in 117 Spencer LLC (the “Company”), a Massachusetts limited liability company, pursuant to the provisions of the Massachusetts Limited Liability Company Act, do hereby authorize, adopt and approve the following actions and resolutions by this written consent to action without a meeting:

**RESOLVED:** That, based on the financial and operational aspects of the Company’s business and the recommendations of the Company’s professionals and advisors, it is desirable and in the best interests of the Company, its creditors and other interested parties that the Company file a petition seeking relief under chapter 11 of title 11 of the United States Bankruptcy Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Massachusetts.

**RESOLVED:** That Lisa Venuto, as well as such other persons that Ms. Venuto designates in writing (collectively the “Authorized Persons”), are each empowered and directed to take action to: (i) prepare and file on behalf of the Company a petition for relief under chapter 11 of the Bankruptcy Code; (ii) cause the Company to perform its functions and duties as a debtor pursuant to the applicable provisions of the Bankruptcy Code; (iii) take such steps on behalf of the Company as may be necessary or appropriate to the Company’s chapter 11 case; (iv) execute and file on behalf of the Company any pleading appropriate or necessary for the Company to fulfill its obligations under the Bankruptcy Code and/or applicable non-bankruptcy law; and (v) execute such further documents and do such further acts as such Authorized Persons may deem necessary or appropriate with respect to the foregoing, the execution of any document or the doing of any act by such Authorized Persons in connection with such proceedings to be conclusively presumed to be authorized by this vote.

**RESOLVED:** That each of the Authorized Persons may engage, retain, and employ, on behalf of the Company, Murphy & King, Professional Corporation as general bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations, including filing any pleadings; and, in connection therewith, each of the Authorized Persons, with power of



delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Murphy & King, Professional Corporation.

**RESOLVED:** That each of the Authorized Persons may engage, retain, and employ, on behalf of the Company, any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code; and, in connection therewith, each of the Authorized Persons, with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary.

**RESOLVED:** That each Authorized Person is hereby authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, all agreements, instruments, petitions, schedules, motions, lists, affidavits, applications for approvals or ruling of governmental or regulatory authorities, pleadings, certificates and other papers, and to take and perform any and all further acts and deeds that in the judgment of an Authorized Person shall be necessary, proper or desirable to the Company's chapter 11 proceeding.

**RESOLVED:** That any and all actions heretofore or hereafter lawfully taken in the name of or on behalf of the Company in good faith by any Authorized Person in furtherance of the purposes of the foregoing resolutions or in connection with the transactions contemplated therein are hereby ratified, confirmed, and adopted as the acts and deeds of the Company.

**RESOLVED:** That any and all actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance.

In witness whereof, this Resolution has been executed on the date stated below.

*Peter Venuto, as a member of 117 Spencer, LLC*  
*by Lisa Venuto under POA*  
Peter Venuto, as a Member of 117 Spencer, LLC  
By: Lisa Venuto under power of attorney

*Lisa Venuto, as a member of 117 Spencer, LLC*  
Lisa Venuto, as a Member of 117 Spencer, LLC

Dated: July 20, 2023

Commonwealth of Massachusetts  
Division of Unemployment Assistance  
Legal Department  
19 Staniford Street, 1st Floor  
Boston, MA 02114-2502

United States Attorney  
John J. Moakley US Federal Courthouse  
One Court House Way, Suite 9200  
Boston, MA 02210

Securities and Exchange Commission  
Boston Regional Office  
33 Arch Street  
24th Floor  
Boston, MA 02110-1424

Securities & Exchange Commission  
100 F Street, NE  
Washington, DC 20549

Internal Revenue Service  
P.O. Box 7346  
Philadelphia, PA 19101

Massachusetts Department of Revenue  
Bankruptcy Unit  
P.O. Box 9564  
Boston, MA 02114-9564

Office of The United States Trustee  
5 Post Office Square  
Suite 1000  
Boston, MA 02109

Office of the Attorney General  
Commonwealth of Massachusetts  
Fair Labor Division  
One Ashburton Place, 18th Floor  
Boston, MA 02108

Country Bank  
15 South Street  
Suite C  
Ware, MA 01776

National Grid Electric  
PO Box 960  
Northborough, MA 01532

National Grid Gas  
PO Box 1040  
Northborough, MA 01532

QS Private Lending, LLC  
Attn: Gary M. Hogan, Esq.  
Baker, Braverman & Barbadoro, P.C.  
300 Crown Colony Drive  
Quincy, MA 02169-0904

QS Private Lending, LLC  
83 Speen Street  
Natick, MA 01760

Resource Capital LLC  
Attn: James Roberti  
James L. Roberti, P.C.  
57 Jefferson Street  
Milford, MA 01757

Resource Capital LLC  
259 Turnpike Road  
Suite 100  
Southborough, MA 01772

Spectrum/Charter Communications, Inc.  
400 Washington Blvd.  
Stamford, CT 06902

Town of Spencer  
Water Department  
3 Old Meadow Rd  
Spencer, MA 01562

**United States Bankruptcy Court  
District of Massachusetts - Eastern Division**

In re 117 Spencer LLC

Debtor(s)

Case No.  
Chapter

11

**VERIFICATION OF CREDITOR MATRIX**

I, the Manager of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:

7/19/23

*Peter Venuto by Lisa Venuto under POA*  
Peter Venuto by Lisa Venuto under power of attorney/Manager  
Signer/Title *manager*